

# **ENDURANCE GOLD CORPORATION**

## **INTERIM FINANCIAL STATEMENTS**

**MARCH 31, 2007**

### **Notice of No Auditor Review of the Interim Financial Statements**

The accompanying unaudited interim financial statements of Endurance Gold Corporation (“the Company”), for the three month period ended March 31, 2007, have been prepared by management and have not been the subject of a review by the Company’s independent auditor.

**ENDURANCE GOLD CORPORATION**  
**BALANCE SHEETS**  
*(Unaudited, Prepared by Management)*

	March 31, 2007 (Unaudited)	December 31, 2006 (Audited)
<b>ASSETS</b>		
<b>Current</b>		
Cash	\$ 2,022,092	\$ 220,448
Prepaid expenses and deposits	21,383	19,673
Receivables	13,198	16,952
	<u>2,056,673</u>	<u>257,073</u>
<b>Equipment</b> (Note 4)	4,251	4,232
<b>Investment</b> (Note 6)	208,000	-
<b>Reclamation bond</b>	11,500	11,500
<b>Mineral properties</b> (Note 5)	1,900,091	2,068,187
	<u>\$ 4,180,515</u>	<u>\$ 2,340,992</u>

**LIABILITIES AND SHAREHOLDERS' EQUITY**

<b>Current</b>		
Accounts payable and accrued liabilities	\$ 90,640	\$ 52,808
<b>Future income taxes</b>	81,110	81,110
	<u>171,750</u>	<u>133,918</u>
<b>Shareholders' equity</b>		
Capital stock (Note 7)	4,367,154	2,525,976
Contributed surplus (Note 7)	262,767	185,285
Deficit	(619,156)	(504,187)
Accumulated other comprehensive income (loss) (note 11)	(2,000)	-
	<u>4,008,765</u>	<u>2,207,074</u>
	<u>\$ 4,180,515</u>	<u>\$ 2,340,992</u>

**Nature and continuance of operations** (Note 1)

**Subsequent events** (Note 13)

**On behalf of the Board:**

/s/ Duncan McIvor

Director

Duncan McIvor

/s/ J. Christopher Mitchell

Director

J. Christopher Mitchell

The accompanying notes are an integral part of these financial statements.

**ENDURANCE GOLD CORPORATION**  
**STATEMENTS OF OPERATIONS AND DEFICIT**  
*(Unaudited, Prepared by Management)*

	March 31, 2007	March 31, 2006
<b>EXPENSES</b>		
Amortization	\$ 271	\$ 329
Corporate communications	13,659	6,912
Exploration and business development	23,140	4,539
Listing and transfer agent fees	5,074	5,568
Management fees	32,950	17,450
Office and administrative	13,854	26,047
Professional fees	6,476	10,080
Stock-based compensation	23,334	10,471
<b>LOSS BEFORE OTHER ITEMS</b>	<u>(118,758)</u>	<u>(81,396)</u>
<b>OTHER ITEMS</b>		
Interest income	3,789	6,157
	<u>3,789</u>	<u>6,157</u>
<b>NET LOSS BEFORE TAX</b>	(114,969)	(75,239)
<b>Future income tax recovery (Note 8)</b>	<u>-</u>	<u>419,400</u>
<b>NET INCOME (LOSS) FOR THE PERIOD</b>	(114,969)	344,161
<b>DEFICIT, BEGINNING OF PERIOD</b>	(504,187)	(583,320)
<b>DEFICIT, END OF PERIOD</b>	<u>\$ (619,156)</u>	<u>\$ (239,159)</u>
<b>Earnings (loss) per common share</b>	<u>\$ (0.01)</u>	<u>\$ 0.02</u>
<b>Weighted average number of common shares outstanding</b>	<u>19,041,645</u>	<u>16,917,808</u>

The accompanying notes are an integral part of these financial statements.

**ENDURANCE GOLD CORPORATION**  
**STATEMENTS OF COMPREHENSIVE INCOME**  
*(Unaudited, Prepared by Management)*

	March 31, 2007	March 31, 2006
<b>NET INCOME (LOSS) FOR THE PERIOD</b>	(114,969)	344,161
<b>Other comprehensive income (loss) in the period</b>		
Fair value adjustment to financial instruments		
Unrealized loss on marketable securities	(2,000)	-
<b>Comprehensive income (loss) for the period</b>	<u>\$ (116,969)</u>	<u>\$ 344,161</u>

The accompanying notes are an integral part of these financial statements.

**ENDURANCE GOLD CORPORATION**  
**STATEMENTS OF CASH FLOWS**  
*(Unaudited, Prepared by Management)*

	March 31, 2007	March 31, 2006
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Income (loss) for the period	\$ (114,969)	\$ 344,161
Add items not involving cash:		
Amortization	271	329
Stock-based compensation	23,334	10,471
Future tax recovery	-	(419,400)
Changes in non-cash working capital items:		
Prepaid expenses and deposits	(1,710)	1,868
Receivables	3,754	7,369
Accounts payable and accrued liabilities	54,522	25,941
Net cash used in operating activities	<u>(34,798)</u>	<u>(29,261)</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Mineral properties	(50,594)	(68,864)
Purchase of equipment	(290)	-
Reclamation bond	-	(2,500)
Net cash used in investing activities	<u>(50,884)</u>	<u>(71,364)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Issuance of shares	2,009,648	-
Share issuance costs	(122,322)	-
Net cash provided by financing activities	<u>1,887,326</u>	<u>-</u>
<b>Net increase (decrease) in cash during the period</b>	<b>1,801,644</b>	<b>(100,625)</b>
<b>Cash, beginning of period</b>	<b>220,448</b>	<b>948,693</b>
<b>Cash, end of period</b>	<u><b>\$ 2,022,092</b></u>	<u><b>\$ 848,068</b></u>

**Supplemental disclosures with respect to cash flows (Note 9)**

The accompanying notes are an integral part of these financial statements.

**1. NATURE AND CONTINUANCE OF OPERATIONS**

Endurance Gold Corporation (the "Company") was incorporated under the *Canada Business Corporations Act* on December 16, 2003 and continued into British Columbia on August 16, 2004. Its principal business activities are the exploration and development of resource properties. All of the Company's resource properties are located in Canada.

The Company is in the process of exploring its resource properties and has not yet determined whether the properties contain ore reserves that are economically recoverable. The recoverability of the amounts shown for resource properties and related deferred exploration costs are dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development of those reserves and upon future profitable production.

These unaudited interim financial statements have been prepared by management on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future.

**2. SIGNIFICANT ACCOUNTING POLICIES**

**Basis of Accounting**

The accompanying unaudited interim financial statements have been prepared by management in accordance with generally accepted accounting principles ("GAAP") in Canada on a basis consistent with those outlined in the Company's audited financial statements for the year ended December 31, 2006. They do not include all of the information and disclosures required by Canadian GAAP for audited financial statements. In the opinion of management, all adjustments considered necessary for fair presentation have been included in these financial statements. These unaudited interim financial statements should be read in conjunction with the most recent audited annual financial statements of the Company, including the notes thereto.

**3. CHANGES IN ACCOUNTING POLICIES INCLUDING INITIAL ADOPTION**

Effective January 1, 2007, the Company adopted the following new accounting standards issued by the Canadian Institute of Chartered Accountants ("CICA") relating to financial instruments. These new standards have been adopted on a prospective basis with no restatement to prior period financial statements.

***Comprehensive Income, CICA Handbook Section 1530***

Comprehensive income is the change in shareholders' equity during a reporting period from transactions and other events and circumstances from non-owner sources. It includes all changes in equity during a period except those resulting from investments by owners and distributions to owners. Commencing with this period, statements of other comprehensive income are included with the financial statements. The statement of other comprehensive income lists unrealized gains and losses for classifications of financial instruments, that do not require such gains and losses to be included in net income.

**ENDURANCE GOLD CORPORATION**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE THREE MONTH PERIOD ENDED MARCH 31, 2007**  
*(Unaudited, Prepared by Management)*

**3. CHANGES IN ACCOUNTING POLICIES INCLUDING INITIAL ADOPTION (Cont'd)**

***Financial Instruments – Recognition and Measurement, CICA Handbook Section 3855***

This standard prescribes when a financial asset, financial liability, or non-financial derivative is to be recognized on the balance sheet and whether fair value or cost-based measured are used. In accordance with this new standard, the Company now classifies all financial instruments as either held to maturity, available for sale, held for trading or loans and receivables. Financial assets held to maturity, loans and receivables and financial liabilities other than those held for trading, are measured at amortized costs. Available for sale instruments are measured at fair value with unrealized gains and losses recognized in other comprehensive income. Instruments classified as held for trading are measured at fair value with unrealized gains and losses recognized on the statement of operations.

***Hedges, CICA Handbook Section 3865***

This standard is applicable when a company chooses to designate a hedging relationship for accounting purposes. It builds on Accounting Guideline AcG-13 "Hedging Relationships", and Section 1650 "Foreign Currency Translation", by specifying how hedge accounting is applied and what disclosures are necessary when it is applied. The Company does not apply hedge accounting and accordingly does not expect to be impacted by this standard.

**4. EQUIPMENT**

	March 31, 2007			December 31, 2006
	Cost \$	Accumulated Amortization \$	Net Book Value \$	Net Book Value \$
Computers	3,526	1,466	2,060	1,926
Office furniture and equipment	3,108	917	2,191	2,306
	6,634	2,383	4,251	4,232

**5. MINERAL PROPERTIES**

At March 31, 2007, the Company's mineral properties were comprised of properties located in Canada. Expenditures incurred on mineral properties are as follows:

	Balance Dec. 31, 2005	2006 Expenditure	Balance Dec. 31, 2006	2007 Expenditure	Balance March 31, 2007
<b><u>BRITISH COLUMBIA</u></b>					
<b>Nechako Gold (Amarc JV) Property</b>					
Acquisition costs	\$ 80,000	\$ -	\$ 80,000	\$ -	\$ 80,000
Exploration costs					
Drilling	64,876	-	64,876	-	64,876
Equipment rentals	9,705	-	9,705	-	9,705
Field expenses	38,095	-	38,095	-	38,095
Geochemistry	36,690	3,378	40,068	-	40,068
Geological and miscellaneous	67,400	5,725	73,125	1,000	74,125
Geophysics	52,437	-	52,437	-	52,437
Land and recording fees	7,186	8,918	16,104	-	16,104
Line cutting	51,744	-	51,744	-	51,744
	408,133	18,021	426,154	1,000	427,154

**ENDURANCE GOLD CORPORATION**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE THREE MONTH PERIOD ENDED MARCH 31, 2007**  
*(Unaudited, Prepared by Management)*

**5. MINERAL PROPERTIES (Cont'd)**

	Balance Dec. 31, 2005	2006 Expenditure	Balance Dec. 31, 2006	2007 Expenditure	Balance March 31, 2007
<b>BRITISH COLUMBIA (Cont'd)</b>					
<b>Nechako – Endurance 100% Property</b>					
<b>Acquisition costs</b>	873	-	873	-	873
<b>Exploration costs</b>					
Geological and miscellaneous	56	591	647	-	647
Land and recording fees	-	156	156	-	156
	929	747	1,676	-	1,676
<b>BQ Property</b>					
<b>Acquisition costs</b>	8,750	18,750	27,500	-	27,500
<b>Exploration costs</b>					
Drilling	-	193,661	193,661	-	193,661
Equipment rentals	-	263	263	-	263
Field expenses	4,734	54,274	59,008	3,380	62,388
Geochemistry	4,704	50,105	54,809	5,885	60,694
Geological and miscellaneous	12,348	102,512	114,860	-	114,860
Geophysics	8,100	44,541	52,641	-	52,641
Land and recording fees	960	12,435	13,395	-	13,395
Line cutting	4,146	28,602	32,748	-	32,748
	43,742	505,143	548,885	9,265	558,150
<b>BQ – Endurance 100% Property</b>					
<b>Acquisition costs</b>	-	1,649	1,649	-	1,649
	-	1,649	1,649	-	1,649
<b>Virginia Silver Property</b>					
<b>Acquisition costs</b>	-	8,569	8,569	-	8,569
<b>Exploration costs</b>					
Drilling	-	61,823	61,823	-	61,823
Field expenses	-	8,870	8,870	-	8,870
Geochemistry	-	17,071	17,071	-	17,071
Geological and miscellaneous	-	20,400	20,400	3,888	24,288
Line cutting	-	13,072	13,072	-	13,072
	-	129,805	129,805	3,888	133,693
<b>Virginia Silver – Endurance 100% (Annie) Property</b>					
<b>Acquisition costs</b>	\$ -	\$ 712	\$ 712	\$ -	\$ 712
<b>Exploration costs</b>					
Geological and miscellaneous	-	2,305	2,305	-	2,305
Land and recording fees	-	475	475	-	475
	-	3,492	3,492	-	3,492
<b>BRITISH COLUMBIA –TOTAL</b>	<b>\$ 452,804</b>	<b>\$ 658,857</b>	<b>\$ 1,111,661</b>	<b>\$ 14,153</b>	<b>\$ 1,125,814</b>



**ENDURANCE GOLD CORPORATION**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE THREE MONTH PERIOD ENDED MARCH 31, 2007**  
*(Unaudited, Prepared by Management)*

**5. MINERAL PROPERTIES (Cont'd)**

	Balance Dec. 31, 2005	2006 Expenditure	Balance Dec. 31, 2006	2007 Expenditure	Balance Mar. 31, 2007
<b>ONTARIO</b>					
<b>Dogpaw Property</b>					
Acquisition costs	214,000	-	214,000	-	214,000
<b>Exploration costs</b>					
Airborne survey	71,600	-	71,600	-	71,600
Drilling	207,091	-	207,091	-	207,091
Equipment rentals	1,920	-	1,920	-	1,920
Field expenses	25,155	375	25,530	-	25,530
Geochemistry	15,804	-	15,804	-	15,804
Geological and miscellaneous	120,315	1,682	121,997	1,613	123,610
Geophysics	22,130	-	22,130	-	22,130
Line cutting	71,837	-	71,837	-	71,837
Recoveries	-	-	-	(210,000)	(210,000)
	749,852	2,057	751,909	(208,387)	543,522
<b>Pardo Property</b>					
Acquisition costs	7,500	15,000	22,500	-	22,500
<b>Exploration costs</b>					
Drilling	-	13,729	13,729	-	13,729
Equipment rentals	-	5,821	5,821	-	5,821
Field expenses	-	27,816	27,816	-	27,816
Geochemistry	-	5,112	5,112	-	5,112
Geological and miscellaneous	5,081	49,733	54,814	720	55,534
Geophysics	-	5,005	5,005	-	5,005
Land and recording fees	91	13,500	13,591	-	13,591
Line cutting	-	14,307	14,307	-	14,307
Trenching	-	9,450	9,450	-	9,450
	12,672	159,473	172,145	720	172,865
<b>Turner Property</b>					
Acquisition costs	8,640	-	8,640	-	8,640
<b>Exploration costs</b>					
Field Expenses	-	17	17	-	17
Geological and miscellaneous	-	2,027	2,027	683	2,710
Land and recording fees	-	-	-	16,625	16,625
	8,640	2,044	10,684	17,308	27,992
<b>Minnitaki Property</b>					
Acquisition costs	-	4,409	4,409	-	4,409
<b>Exploration costs</b>					
Geological and miscellaneous	-	92	92	-	92
	-	4,501	4,501	-	4,501
<b>ONTARIO -TOTAL</b>	<b>\$ 771,164</b>	<b>\$ 168,075</b>	<b>\$ 939,239</b>	<b>\$ (190,359)</b>	<b>\$ 748,880</b>

**ENDURANCE GOLD CORPORATION**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE THREE MONTH PERIOD ENDED MARCH 31, 2007**  
*(Unaudited, Prepared by Management)*

**5. MINERAL PROPERTIES (Cont'd)**

	Balance Dec. 31, 2005	2006 Expenditure	Balance Dec. 31, 2006	2007 Expenditure	Balance March 31, 2007
<b>SASKATCHEWAN</b>					
<b>Simmie Property</b>					
Acquisition costs	\$ -	\$ 4,000	\$ 4,000	\$ 8,000	\$ 12,000
<b>Exploration costs</b>					
Field Expenses	-	1,340	1,340	-	1,340
Geological and miscellaneous	-	8,760	8,760	110	8,870
Land and recording fees	-	3,187	3,187	-	3,187
	-	17,287	17,287	8,110	25,397
<b>SASKATCHEWAN –TOTAL</b>	<b>\$ -</b>	<b>\$ 17,287</b>	<b>\$ 17,287</b>	<b>\$ 8,110</b>	<b>\$ 25,397</b>
<b>TOTAL MINERAL PROPERTIES</b>	<b>\$ 1,223,968</b>	<b>\$ 844,219</b>	<b>\$ 2,068,187</b>	<b>\$ (168,096)</b>	<b>\$ 1,900,091</b>

**Nechako Gold (Amarc JV) Property**

The Nechako Gold Property is comprised of eleven mineral claims located west of Quesnel, British Columbia. The Company owns a 69% interest in the Nechako Gold Joint Venture with partner, Amarc Resources Inc. ("Amarc") owning 31%.

**Nechako–Endurance 100% Property**

The Nechako-Endurance 100% Property is comprised of one mineral claim located west of Quesnel, British Columbia. The Company holds a 100% interest in the Nechako-Endurance 100% Property.

**BQ Property**

The Company has an option to earn a 100% interest in the BQ Property by making total cash payments of \$70,000 (\$17,500 paid) and issuing 250,000 shares (40,000 shares issued with a value of \$10,000) on or before September 27, 2008. The Vendor retained a 3% net smelter return royalty ("NSR") interest, one-half of which may be purchased by the Company for \$1,500,000.

**BQ–Endurance 100% Property**

The Company acquired a 100% interest in ten mineral claims in the Omineca Mining Division of British Columbia by staking.

**Virginia Silver Property**

The Company has an option to earn a 100% interest in the Virginia Silver Property, located in the Omineca Mining Division of northwestern British Columbia by issuing 100,000 warrants (issued with a value of \$8,569) to the Optionor. Each warrant entitles the holder to purchase one common share of the Company at a price of \$0.20 per share until October 23, 2008. In addition, the Company, at the discretion of the Optionor, must either issue 250,000 common shares of the Company, or pay \$250,000, on or before October 23, 2009 to complete its 100% earn-in.

**Virginia Silver – Endurance 100% (Annie) Property**

The Company acquired a 100% interest in seven mineral claims in the Omineca Mining Division of British Columbia by staking.

**5. MINERAL PROPERTIES (Cont'd)**

**Dogpaw Property, Ontario**

The Dogpaw Property is located in north-western Ontario. The 18 claims are 100% owned by the Company and were acquired by the issuance of 2,000,000 common shares valued at \$214,000.

In January 2007, the Company entered into an option agreement with Houston Lake Mining Ltd. ("HLM"), whereby HLM could earn a 100% interest, subject to a 2.5% NSR, in four claims forming part of the Dogpaw ground in return for a work commitment of \$56,000 and 100,000 shares of HLM (received with a value of \$70,000). HLM may purchase back up to a 1.5% NSR for \$500,000 per 0.5% NSR at any time.

In February 2007, the Company entered into an option agreement with North American Uranium Corp. ("NAUC"), whereby NAUC has the right to acquire a 70% interest in the remaining 14 claims comprising the Dogpaw property, in return for a work commitment of \$200,000 and payment of 400,000 common shares of NAUC (received with a value of \$140,000) by June 30, 2007. NAUC can earn a further 5% by issuing 50,000 common shares and spending an additional \$250,000 exploration expenditures.

**Pardo Property, Ontario**

The Company has an option to earn a 100% interest in the Pardo Property by making total cash payments of \$100,000 (\$15,000 paid) and issuing 200,000 shares (30,000 shares issued at a value of \$7,500) on or before November 16, 2009. The Vendor retained a 3% NSR, one-half of which may be purchased by the Company for \$1,500,000.

**Turner Property, Ontario**

The Company acquired a 100% interest in 17 mineral claims totaling 223 units in the Sudbury Mining Division of east-central Ontario by staking.

**Minnitaki Property, Ontario**

The Company acquired by staking a 100% interest in three claims totaling 44 units in the Minnitaki Lake region of northwestern Ontario.

**Simmie Property, Saskatchewan**

The Company has an option to earn a 100% interest in the Simmie Gold Project, located southwest of Swift Current, Saskatchewan, by issuing 200,000 shares (60,000 shares issued at a value of \$12,000) and incurring \$150,000 in exploration expenditures over three years. The Vendor retained a 3% NSR, one-half of which may be purchased by the Company for \$1,500,000.

**6. INVESTMENT**

The Company entered into an option agreement in January 2007 with Houston Lake Mining Ltd. ("HLM"), a TSX Venture listed company, whereby HLM could earn a 100% interest in four claims forming part of the Dogpaw ground in return for a work commitment of \$56,000 and 100,000 shares of HLM (received with a value of \$70,000).

The Company entered into an option agreement in February 2007 with North American Uranium Corp. ("NAUC"), a private British Columbia corporation, whereby NAUC has the right to acquire a 70% interest in the remaining 14 claims comprising the Dogpaw property, in return for a work commitment of \$200,000 and payment of 400,000 common shares of NAUC (received with a value of \$140,000) by June 30, 2007. NAUC can earn a further 5% by issuing 50,000 common shares and spending an additional \$250,000 exploration expenditures.

**ENDURANCE GOLD CORPORATION**  
NOTES TO THE FINANCIAL STATEMENTS  
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(Unaudited, Prepared by Management)

**6. INVESTMENT (Cont'd)**

At March 31, 2007, the Company owns common shares in public and private companies as follows:

	March 31, 2007		December 31, 2006	
	Carrying Value	Market Value	Carrying Value	Market Value
	\$	\$	\$	\$
Houston Lake Mining Ltd.	68,000	68,000	Nil	Nil
North American Uranium Corp.	140,000	140,000	Nil	Nil
	208,000	208,000	Nil	Nil

**7. CAPITAL STOCK**

- (a) The authorized share capital of the Company consists of an unlimited number of common shares without par value.
- (b) Issued and outstanding:

	Number of Shares	Amount	Contributed Surplus
<b>Balance at December 31, 2006</b>	<b>17,995,086</b>	<b>\$ 2,525,976</b>	<b>\$ 185,285</b>
For mineral property acquisition at \$0.20 per share	40,000	8,000	-
For stock-based compensation	-	-	23,334
For cash at \$0.23 per share	8,737,600	2,009,648	-
For agent's commission at \$0.23 per share	309,500	71,185	-
For agent's options	-	(54,148)	54,148
For share issuance costs	-	(193,507)	-
<b>Balance at March 31, 2007</b>	<b>27,082,186</b>	<b>\$ 4,367,154</b>	<b>\$ 262,767</b>

Of the outstanding shares as of March 31, 2007, 3,234,300 shares are held in escrow. Under the escrow agreement, 15% of the original 7,187,334 shares held in escrow will be released every six months from August 4, 2005.

**ENDURANCE GOLD CORPORATION**  
**NOTES TO THE FINANCIAL STATEMENTS**  
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*(Unaudited, Prepared by Management)*

**7. CAPITAL STOCK (Cont'd)**

(c) Stock Options, Warrants and Agent's Compensation Options Outstanding

The Company has an incentive stock option plan that conforms to the requirements of the TSX Venture Exchange. Options to purchase common shares have been granted to directors, officers, employees and consultants of the Company at exercise prices determined by the market value of the common shares on the date of the grant. A summary of the options outstanding at March 31, 2007 is as follows:

Number Outstanding	Exercise Price \$	Expiry Date
1,050,000	0.25	August 4, 2008
100,000	0.20	February 2, 2009
75,000	0.26	April 25, 2009
150,000	0.23	March 26, 2010
<u>1,375,000</u>		

As at March 31, 2007, the Company had warrants outstanding to purchase 9,082,100 common shares, exercisable at prices ranging from \$0.20 to \$0.45 per share that expire between June 16, 2007 and October 23, 2008.

The Company also had 1,442,000 Agent's compensation options outstanding at March 31, 2007. Of these options, 800,000 options were issued to the Agent in connection with the Company's initial public offering, each of which entitles the Agent to purchase one unit at a price of \$0.25 per unit until July 27, 2007, with each unit consisting of one common share and one warrant exercisable until July 27, 2007 into one additional common share upon payment of the sum of \$0.45 per share. The remaining 642,000 Agent's compensation options were issued to the Agent in connection with the Company's brokered private placement completed in March 2007, each of which entitles the Agent to purchase one common share of the Company at a price of \$0.40 per share until September 20, 2008.

(d) Stock-based compensation

The fair value of options reported as compensation expense during the period has been estimated using the Black-Scholes Option Pricing Model using the following assumptions:

<b>Description</b>	<b>2007</b> <b>1<sup>st</sup> Qtr</b>	<b>2006</b> <b>1<sup>st</sup> Qtr</b>
Expected dividend yield	0.0%	0.0%
Risk free interest rate	3.99%	3.97%
Expected stock price volatility	129.29%	76.76%
Expected life of options	3 years	3 years
Weighted average fair value	\$0.1556	\$0.1047

Based on the foregoing, stock-based compensation expenses of \$23,334 (2006 - \$10,471) was recorded for options that vested during the current quarter.

The fair value of the Agent's compensation options granted during the period has been estimated using the Black-Scholes Option Pricing Model using the following assumptions: a risk free interest rate of 4.02%, an expected life of 18 months, an expected volatility of 116.92% and no expectation for the payment of dividends. The weighted average fair value per option was \$0.0843. Based on these variables, stock-based compensation expense of \$54,148 (2006 - \$nil) was recorded in share issuance costs. The off-setting credit was recorded in Contributed Surplus.

**ENDURANCE GOLD CORPORATION**  
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**7. CAPITAL STOCK (Cont'd)**

Option pricing models require the input of highly subjective assumptions, particularly as to the expected price volatility of the stock. Changes in these assumptions can materially affect the fair value estimate and therefore it is management's view that the existing models do not necessarily provide a single reliable measure of the fair value of the Company's stock option grants.

**8. INCOME TAXES**

**Flow-through Expenditures**

Under the Canadian Income Tax Act (the "Act") a company may issue a form of securities referred to as "flow through" shares. Expenditures made using the proceeds from the sale of flow through shares for certain qualifying activities (designated under the Act as "Canadian Exploration Expense") can be renounced by the company to the investors if the company has reasonable assurance that the expenditures will be completed. When the expenditures are renounced, future income tax liabilities are recognized (renounced expenditures multiplied by the effective corporate tax rate), thereby reducing share capital. Previously unrecognized tax assets may then offset or eliminate the liability recorded.

The Company raised \$998,200 from the issuance of 4,340,000 flow-through shares in March 2007. At March 31, 2007, no qualified expenditures had been incurred, and the amount of flow-through proceeds remaining to be expended was \$998,200.

In February 2006, the Company renounced \$1,200,000 of exploration expenditures raised through the issuance of flow through shares in 2005, resulting in a future tax liability of \$419,400, which was deducted from share capital (see also Note 6). The Company subsequently reduced the future income tax liability by recognizing previously unrecorded future income tax assets equal to the amount of the future tax liability. This decrease in the valuation allowance resulted in a future income tax recovery of \$419,400 that was recorded in the Statements of Operations and Deficit for the first quarter of 2006.

**9. SUPPLEMENTAL DISCLOSURES WITH RESPECT TO CASH FLOWS**

Supplementary disclosure of non-cash investing and financing activities:

	2007	2006
Shares issued for mineral property	\$ 8,000	\$ 7,000
Shares received for mineral properties optioned to third parties	210,000	-
Shares issued for agent's units commission	71,185	-
Agent's compensation options	54,148	-
Stock-based compensation	23,334	10,471

Incurred mineral property expenditures of \$nil through accounts payable (\$79,995 - 2006).

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**10. RELATED PARTY TRANSACTIONS**

During the quarter ended March 31, 2007, the Company entered into the following related party transactions:

- a) paid or accrued companies controlled by Company officers an aggregate of \$11,000 (\$24,000 in 2006) for geological fees included in mineral property expenses, and \$32,950 (\$17,450 in 2006) for management fees.
- b) paid a company with a common director an aggregate of \$5,736 (\$7,800 in 2006) for rent.
- c) certain directors and an officer of the Company subscribed for a total of 1,948,034 units of the Company at a price of \$0.23 per unit in a private placement completed during the current quarter. Each unit is comprised of one common share and one common share purchase warrant. Each share purchase warrant will be exercisable at \$0.40 into one common share for a period of 18 months from the closing of the private placement.

**11. ACCUMULATED OTHER COMPREHENSIVE INCOME**

	<b>2007</b>
	<b>\$</b>
Accumulated other comprehensive income (loss), beginning of the period	-
Other comprehensive income (loss) for the period	(2,000)
Accumulated other comprehensive income (loss), end of the period	(2,000)
<hr/>	
Components of accumulated other comprehensive income, March 31, 2007	
Unrealized gains on investment in public company shares	(2,000)
<hr/>	

**12. COMPARATIVE FIGURES**

Certain comparative figures have been restated to conform to the financial statement presentation in the current period.

**13. SUBSEQUENT EVENTS**

Subsequent to March 31, 2007, the Company has:

- a) granted 50,000 incentive stock options to a consultant of the Company, exercisable at \$0.23 a share expiring May 10, 2010;
- b) acquired, by staking, a 100% interest in a claim totaling 14 units located in the Sudbury Mining Division of east-central Ontario;
- c) acquired by staking, a 100% interest in 5 claims totaling 34 units located in the Sudbury Mining Division of east-central Ontario.

## MANGEMENT'S DISCUSSION & ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

This Management's Discussion and Analysis ("MD&A"), prepared as of May 25, 2007 (the "Report Date"), reviews the activities of Endurance Gold Corporation ("Endurance", or the "Company") and compares the financial results for the three month period ended March 31, 2007 with the comparable period in 2006. In order to gain a more complete understanding of Endurance's financial condition and results of operations, this MD&A should be read in conjunction with the audited and unaudited financial statements and accompanying notes for all relevant periods, copies of which are filed on the SEDAR website.

### 1. Overview

Endurance (formerly 6172342 Canada Ltd.) was incorporated under the provisions of the *Canada Business Corporations Act* on December 16, 2003 and continued into British Columbia on August 16, 2004. The Company's exploration efforts at the present time are focused on the exploration and development of precious metal properties in Canada, principally in British Columbia and Ontario. The Company's common shares have been listed and traded on the TSX Venture Exchange under the symbol "EDG" since August 4, 2005.

Endurance explores for precious metal deposits, none of which have been advanced to the point where a production decision can be made. The Company has no producing properties, and no sales or revenues.

The Company recently completed brokered and non-brokered private placement financings on March 20 and 23, 2007, respectively, receiving gross proceeds in the aggregate amount of \$2,009,648 by issuing 4,340,000 flow through shares ("FT shares") at a price of \$0.23 per FT share and 4,397,600 non-flow through units ("Units") at a price of \$0.23 per Unit. Each Unit consists of one common share and one share purchase warrant entitling the holder to purchase one common share of the Company for a period of up to eighteen months at a price of \$0.40. The funds from the private placements will be used to finance exploration programs on the Pardo, Turner and BQ Projects, with lesser work commitments on the Nechako and Simmie Projects, and to provide general working capital.

The Company's exploration efforts during the three month period ended March 31, 2007 were primarily focused on generative exploration in the gold and uranium sectors, and on project planning for the upcoming 2007 field season.

In January 2007, the Company optioned 4 claims of its 100% owned Dogpaw Property to Houston Lake Mining Inc. The one year Dogpaw Lake Agreement requires Houston Lake to issue 100,000 common shares, which have been received, and to complete and apply a total of \$56,000 in approved exploration work in order to earn a 100% interest in the claims. The ownership interest is subject to a 2.5% Net Smelter return, of which Houston Lake can purchase up to a maximum of 1.5% for \$500,000 per 0.5%.

In February 2007, the Company optioned the remaining 14 claims comprising the Dogpaw Property to North American Uranium Corp ("NAUC"), a private British Columbia company, whereby NAUC can acquire up to a 75% interest in those claims. Under the terms of the Agreement, NAUC may earn an initial 70% interest (the "Initial Option") through issuing 400,000 shares to Endurance, which have been received, and by completing \$200,000 in exploration expenditures on the claims by June 30, 2007. On exercise of the Initial Option, NAUC has 30 days to determine if it will elect to exercise a second option (the "Second Option"), whereby it may earn an additional 5% interest in the property through issuing an additional 50,000 shares and completing an additional \$250,000 in exploration expenditures within 12



months of electing to exercise. On exercise of the Initial Option, and if NAUC elects not to exercise the Second Option, the parties will form a 70% NAUC – 30% Endurance joint venture to proceed with any further exploration and development on the claims. Should NAUC exercise the Second Option, then the parties will form a 75% NAUC – 25% Endurance joint venture to proceed with any further work on the claims.

In March 2007, the Company staked an additional 14 claims around its 100% owned Turner Project, in east-central Ontario, bringing the total property size to 17 claims, or 3,568 hectares.

In May 2007, the Company has acquired, by staking, a 100% interest in an additional 6 claims, located in Hutton and Parkin Townships. The properties cover areas of Mississagi Formation quartz pebble conglomerate horizons within thicker sequences of siltstone and quartzite. Historical sampling in the late 1960's by various groups has returned anomalous gold values to 255 ppb from silicified zones within the Proterozoic sedimentary sequence. Limited drilling has also returned weakly radioactive signatures from the pyritic conglomerates, and the area of staking has not been fully evaluated for either its gold or uranium potential. The claims, in two separate properties, add to the growing Endurance property portfolio (with the Pardo and Turner Properties) within the large Cobalt Embayment target area, where Endurance is actively exploring for both Witwatersrand type gold mineralization, and Blind River-Elliot Lake type uranium mineralization. A detailed reconnaissance evaluation of both properties will be completed during the 2007 summer field season.

## **2. Results of Operations**

The Company's net loss for the three month period ended March 31, 2007 was \$114,969 or \$0.01 per common share, compared to a net income of \$344,161 or \$0.02 per common share for the same period in 2006. The net income in the same period in 2006 reflects a non-cash income tax recovery of \$419,400 that relates to the renunciation of \$1,200,000 of flow through expenditures to investors in February 2006 (see note 8 to the financial statements). This income item effectively reduces Capital Stock whilst also decreasing Deficit by the same amount. There is no effect on cash.

### *Three months ended March 31, 2007*

General and administrative expenses before other items for the three month ended March 31, 2007, totaled \$118,758 (2006 - \$81,396), \$37,362 higher than comparable expenses incurred in the same quarter of last year.

Corporate communications expenses were \$13,659 (2006 - \$6,912), an increase of \$6,747. The increase in corporate communications expenses reflects the higher level of activity in the current period. Management fees expenses totaled \$32,950 (2006 - \$17,450), an increase of \$15,500. In the current quarter, an additional \$11,000 (2006 - \$24,000) in management fees was capitalized to mineral properties. Office and administrative expenses totaled \$13,854 (2006 - \$26,047), which amount included insurance expenses of \$5,060 (2006 - \$7,369), rent expenses of \$5,736 (2006 - \$7,800) and tax expenses on unspent flow through funds of \$nil (2006 - \$5,216). Stock-based compensation expense (a non-cash charge) of \$23,334 (2006 - \$10,471), was incurred as a result of the vesting of 150,000 (2006 – 100,000) stock options granted during the current period.

General exploration and business development expenses totaled \$23,140 (2006 - \$4,539), an increase of \$18,601. The increase in expenses reflects the higher level of activity in the current period.

### 3. Summary of Quarterly Results

Results for the eight most recent quarters ending with the last quarter for the three months ending on March 31, 2007 is summarized in the table below.

Quarter Ended:	Mar. 31	Dec. 31	Sep. 30	June 30	Mar. 31	Dec. 31	Sep. 30	June 30
Year:	2007	2006	2006	2006	2006	2005	2005	2005
Net sales or total revenue (\$000s)	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil
Income (loss) from continuing operations:								
(i) in total (000s)	\$(115)	\$(166)	\$(35)	\$(64)	\$344	\$(99)	\$(117)	\$(78)
(ii) per share <sup>(1)</sup>	\$(0.01)	\$(0.01)	\$(0.00)	\$(0.00)	\$0.02	\$(0.01)	\$(0.01)	\$(0.01)
Net income or loss:								
(i) in total (000s)	\$(115)	\$(166)	\$(35)	\$(64)	\$344	\$(99)	\$(117)	\$(78)
(ii) per share <sup>(1)</sup>	\$(0.01)	\$(0.01)	\$(0.00)	\$(0.00)	\$0.02	\$(0.01)	\$(0.01)	\$(0.01)

(1) Basic and diluted losses per share are the same, as the effect of potential issuances of shares under stock option agreements would be anti-dilutive.

- The net gain reported in the first quarter and loss in the fourth quarter of 2006 are related to potential future tax effects and adjustments related to the renouncement of \$1,200,000 flow-through expenditures to investors in February 2006.

### 4. Liquidity and Capital Resources

The Company has no operations that generate cash flow. The Company finances its activities primarily by the sale of its equity securities.

The Company does not use debt financing to fund its property acquisitions and exploration activities and Endurance has no current plans to use debt financing. However, from time to time between the Company's formation in late 2003 and the closing of its IPO in 2005, the Company relied upon non-interest bearing advances from its principal shareholder to provide short-term funding. All such advances were converted into common shares at a price of \$0.107 per share.

The Company has no stand-by credit facilities, or any off-balance sheet arrangements and it does not use hedges or other financial derivatives.

#### *Cash and Financial Conditions*

The Company's cash position was \$2,022,092 at March 31, 2007 (\$220,448 at December 31, 2006), an increase of \$1,801,644. Funds were provided primarily from net proceeds from the issuance of shares (\$1,887,326).

The Company had working capital of \$1,966,033 at March 31, 2007, as compared to working capital of \$204,265 at December 31, 2006.

### *Investing Activities*

During the current three month period, the Company's cash flow used for investing activities was \$290 (2006 - \$nil) for purchase of equipment, \$nil (2006 - \$2,500) for reclamation bonds and \$50,594 (2006 - \$68,864) on mineral properties, all of which represented acquisition and exploration costs that were capitalized.

### *Financing Activities*

During the current three month period, the Company completed two financings and received gross proceeds of \$2,009,648 (2006 - \$nil) by issuing 4,340,000 flow through shares ("FT shares") at a price of \$0.23 per FT share and a total of 4,397,600 non-flow through units ("Units") at a price of \$0.23 per Unit. Each Unit consists of one common share and one share purchase warrant entitling the holder to purchase one common share of the Company for a period of up to eighteen months at a price of \$0.40.

### *Outlook*

It is anticipated that for the foreseeable future, Endurance will rely on the equities markets to meet its financing needs. The Company intends to continue carry out exploration programs on the Pardo and Turner Properties in Ontario, the Nechako and BQ properties in British Columbia and the Simmie property in Saskatchewan. The Company will continue to review, evaluate and potentially acquire new, highly prospective land positions, either by staking, purchase or option, or by negotiating joint venture agreements.

### *Outstanding share data as at the Report Date*

On the Report Date, Endurance had 27,082,186 common shares outstanding or 39,831,286 shares on a fully diluted basis as follows:

	No. of Shares	Exercise Price	Expiry Date
Employee Stock Options	1,425,000	\$0.20 - \$0.26	Aug. 4, 2008 to May 10, 2010
Warrants	9,082,100	\$0.20 - \$0.45	June 16, 2007 to October 23, 2008
Agent's Options	1,442,000	\$0.25 - \$0.40	July 27, 2007 to September 20, 2008
Agent's Warrants	800,000	\$0.45	July 27, 2007

## **5. Transactions with Related Parties**

During the three months ended March 31, 2007, the Company:

- (a) paid or accrued an aggregate amount of \$30,000 (2006 - \$30,000) to McIvor Geological Consulting, a company controlled by Duncan McIvor, the Company's President and a director, for management and geological consulting services.
- (b) paid or accrued an aggregate amount of \$13,950 (2006 - \$11,450) to Teresa Cheng, the Company's CFO, for management and administrative services.
- (c) paid or accrued an aggregate amount of \$5,736 (2006 - \$7,800) to First Point Minerals Corp., company with a common director, for rent and services.

- (d) the directors and an officer of the Company, Messrs. Arnold, Gilliam, McIvor, Mitchell and Ms. Cheng, subscribed for a total of 1,948,034 private placement units of the Company at a price of \$0.23 per unit. Each unit is comprised of one common share and one common share purchase warrant. Each share purchase warrant will be exercisable at \$0.40 into one common share for a period of 18 months.

These transactions were in the normal course of operations and were measured at the exchange amount, which was the amount of consideration established and agreed to with the related parties.

## **6. Management's Evaluation of Disclosure Controls and Procedures**

Management is responsible for establishing and maintaining disclosure controls and procedures for the Company. Based on an evaluation of the Company's disclosure controls and procedures as of the end of the period covered by this MD&A, management believes such controls and procedures are effective in providing reasonable assurance that material items requiring disclosure are identified and reported in a timely manner.

## **7. Changes in Accounting Policies including Initial Adoption**

The Company adopted three new accounting standards, effective January 1, 2007, related to financial instruments that were issued by the Canadian Institute of Chartered Accountants ("CICA"). These accounting policy changes were adopted on a prospective basis with no restatement of prior period financial statements. The new standards and accounting policy changes are as follows:

### *Financial Instruments – Recognition and Measurement, Section 3855*

In accordance with this new standard, the Company now classifies all financial instruments as either held to maturity, available for sale, held for trading or loans and receivables. Financial assets held to maturity, loans and receivables and financial liabilities other than those held for trading, are measured at amortized costs. Available for sale instruments are measured at fair value with unrealized gains and losses recognized in other comprehensive income. Instruments classified as held for trading are measured at fair value with unrealized gains and losses recognized on the statement of operations.

### *Comprehensive Income, CICA Handbook Section 1530*

Comprehensive income is the change in equity (net assets) of an enterprise during a period from transactions and other events and circumstances from non-owner sources. In accordance with this new standard, the Company would report a consolidated statement of comprehensive income (loss) and a new category, accumulated other comprehensive income, would be added to the shareholders' equity section of the consolidated balance sheet. The components of this new category would include unrealized gains and losses on financial assets classified as available for sale and the effective portion of cash flow hedges, if any.

### *Hedges, CICA Handbook Section 3865*

This standard is applicable when a company chooses to designate a hedging relationship for accounting purposes. It builds on Accounting Guideline AcG-13 "Hedging Relationships", and Section 1650 "Foreign Currency Translation", by specifying how hedge accounting is applied and what disclosures are

necessary when it is applied. The Company does not apply hedge accounting and accordingly does not expect to be impacted by this standard.

## **8. Forward-Looking Statements**

Certain of the statements made and information contained herein is “forward-looking information” within the meaning of the Ontario Securities Act. This includes statements concerning the Company’s plans at its mineral properties, which involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking information. Forward-looking information is subject to a variety of risks and uncertainties which could cause actual events or results to differ from those reflected in the forward-looking information, including, without limitation, the ability of the Company to continue to be able to access the capital markets for the funding necessary to acquire and maintain exploration properties and to carry out its desired exploration programs; inability to fund the Company’s share of costs incurred under joint venture agreements to which it is a party, and reduction or elimination of its joint venture interest as a result; competition within the minerals industry to acquire properties of merit, and competition from other companies possessing greater technical and financial resources; difficulties in executing exploration programs on the Company’s proposed schedules and within its cost estimates, whether due to weather conditions in the areas where it operates, increasingly stringent environmental regulations and other permitting restrictions, or other factors related to exploring of its properties, such as the availability of essential supplies and services; factors beyond the capacity of the Company to anticipate and control, such as the marketability of mineral products produced from the Company’s properties, government regulations relating to health, safety and the environment, and the scale and scope of royalties and taxes on production; the availability of experienced contractors and professional staff to perform work in a competitive environment and the resulting adverse impact on costs and performance and other risks and uncertainties, including those described in each management’s discussion and analysis of financial condition and results of operations. In addition, forward-looking information is based on various assumptions including, without limitation, assumptions associated with exploration results and costs and the availability of materials and skilled labour. Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking statements. Accordingly, readers are advised not to place undue reliance on forward-looking information. Except as required under applicable securities legislation, the Company undertakes no obligation to publicly update or revise forward-looking information, whether as a result of new information, future events or otherwise.